

UNITED STATES BANKRUPTCY COURT

Southern District of New York

In re: Sears Holdings Corporation

Case No. 18-23538

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a).
Transferee hereby gives evidence and notice pursuant to Rule 3001(e) (2), Fed. R. Bankr. P., of the
transfer, other than for security, of the claim referenced in this evidence and notice.

TRC MASTER FUND LLC

Name of Transferee

USA Outerwear LLC

Name of Transferor

Name and Address where notices to transferee
should be sent:

TRC MASTER FUND LLC

Attn: Terrel Ross

PO Box 633

Woodmere, NY 11598

Phone: 516-255-1801

Last four digits of Acct#: N/A

Court Claim # (if known): 8250

Ballot ID: 182353801020974

Amount of Claim: USD\$713,520.25

Allowed Admin Amount Per Docket 6280:

USD\$395,122.75

Date Claim Filed: 1/31/2019

Phone: (646) 383-8233

Last four digits of Acct.#: N/A

Name and Current Address of Transferor:

Name and address where transferee payments
should be sent (if different from above):

USA Outerwear LLC

1400 Broadway

14th Floor

New York, NY 10018

Phone: N/A

Last four digits of Acct#: N/A

I declare under penalty of perjury that the information provided in this notice is true and correct to the
best of my knowledge and belief.

By: /s/Terrel Ross

Transferee/Transferee's Agent

Date: January 21, 2020

Penalty for making a false statement: Fine up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

EVIDENCE OF TRANSFER OF CLAIM

Exhibit A to Assignment of Claim

TO: United States Bankruptcy Court ("Bankruptcy Court")
Southern District of New York
Attention: Clerk

AND TO: Sears Holdings Corporation (Debtor)
Case No. 18-23538
(Jointly Administered under Sears Holding Corporation, et al. Case No. 18-23538)

Claim # 8250

USA Outerwear LLC, its successors and assigns ("Assignor"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby unconditionally and irrevocably sell, transfer and assign unto:

TRC MASTER FUND LLC
PO Box 633
Woodmere, NY 11598
Attention: Terrel Ross

its successors and assigns ("Assignee"), all of Assignor's rights, title, interest, claims and causes of action in and to, or arising under or in connection with its **Administrative Claim in the amount of USD \$713,520.25 and Allowed in the Amount of USD\$395,122.75** ("Claim"), against the Debtor in the Bankruptcy Court, or any other court with jurisdiction over the bankruptcy proceedings of the Debtor.

Assignor hereby waives any objection to the transfer of the Claim to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be prescribed by rule 3001 of the federal Rules of Bankruptcy procedure, the Bankruptcy code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring the Claim and recognizing the Assignee as the sole owners and holders of the Claim.

Assignor further directs each Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Claim, and all payments or distributions of money or property in respect of the Claim, shall be delivered or made to the Assignee.

IN WITNESS WHEREOF, THIS EVIDENCE OF TRANSFER OF CLAIM IS EXECUTED THIS 20 DAY OF January, 2020.

ASSIGNOR: USA Outerwear LLC



(Signature)

Gabriel Jacobson

(Print Name)

Controller

(Title)

ASSIGNEE: TRC MASTER FUND LLC



(Signature)

Terrel Ross

(Print Name)

Managing Member

(Title)

Creditor Data Details - Claim # 8250

| | | |
|---------------------------------|----------------------------|------------------------|
| Creditor | Debtor Name | Claim Number |
| USA OUTERWEAR LLC 1400 BROADWAY | Sears Holdings Corporation | 8250 |
| 14TH FLOOR | Date Filed | Schedule Number |
| NEW YORK, NY 10018 | 01/31/2019 | n/a |

Claim Amounts

| Claim Nature | Schedule Amount | C*U*D* Asserted Claim Amount | C*U*F* Current Claim Value | Claim Status |
|--------------------------|-----------------|------------------------------|----------------------------|--------------|
| General Unsecured | | | | |
| Priority | | | | |
| Secured | | | | |
| 503(b)(9) Admin Priority | | \$713,520.25 | \$713,520.25 | Asserted |
| Admin Priority | | | | |
| Total | \$0.00 | \$713,520.25 | \$713,520.25 | |

*C=Contingent, U=Unliquidated, D=Disputed, F=Foreign

Exhibit A - Opt-in Ballots Allowed for 1st Disbursement

**In re: Sears Holdings Corporation, et al.
Case No. 18-23538 (RDD)**

| Ballot ID | Claimant | Allowed Amount | Cash Distribution |
|-----------------|---|----------------|-------------------|
| 182353801040788 | TELUS ENTERPRISE SOLUTIONS CORP | \$998,100.58 | \$286,440.15 |
| 182353801020659 | The Best Deals For You LLC | \$5,712.27 | \$1,639.34 |
| 182353801043367 | The Canadian Group | \$33,299.20 | \$9,556.38 |
| 182353801041285 | The Comet Clothing Company, LLC | \$19,749.00 | \$5,667.67 |
| 182353801041291 | The Goodyear Tire & Rubber Company | \$382,884.12 | \$109,882.10 |
| 182353801041293 | THE KRAFT HEINZ COMPANY | \$244,973.65 | \$70,303.83 |
| 182353801041299 | The Organic Tool Corporation | \$4,680.00 | \$1,343.09 |
| 182353801041303 | The State News, Inc. a non-profit company | \$16,000.00 | \$4,591.76 |
| 182353801018482 | The Trustees of the Estate of the Bernice Pauahi Bishop, doing business as Kamehameha Schools | \$199,049.00 | \$57,124.13 |
| 182353801020710 | THERMWELL PRODUCTS CO INC | \$54,584.88 | \$15,665.06 |
| 182353801040799 | THOMPSON BRODY & KAPLAN LLP | \$5,213.64 | \$1,496.24 |
| 182353801040819 | Toma, Jean | \$1,298.00 | \$372.51 |
| 182353801041474 | Triangle Trading Co, Inc | \$4,168.87 | \$1,196.40 |
| 182353801041544 | True Value Company, LLC a/k/a True Value Manufacturing | \$17,957.19 | \$5,153.45 |
| 182353801020881 | Turtle Wax Inc | \$58,090.11 | \$16,671.01 |
| 182353801043414 | Twin City Estate Corporation, by R.L. Jones Properties, its agent | \$7,758.20 | \$2,226.49 |
| 182353801040828 | Two Lips Shoes | \$146,347.20 | \$41,999.49 |
| 182353801018196 | U.S. Bank, N.A., as Trustee for Series 2005 IQ9 Notes | \$16,374.80 | \$4,699.33 |
| 182353801040843 | Uni Hosiery Co Inc | \$38,236.20 | \$10,973.23 |
| 182353801013692 | US REALTY 86 ASSOCIATES | \$10,685.45 | \$3,066.57 |
| 182353801020974 | USA OUTERWEAR LLC | \$395,122.75 | \$113,394.40 |
| 182353801040946 | VACCARO, R | \$500.00 | \$143.50 |
| 182353801040959 | Van Hook Service Co., Inc. | \$7,675.67 | \$2,202.80 |